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Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No. 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- Do not enter Social Security numbers on this form as it may be made public.
- Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning

4/1/2013

, and ending

3/31/2014

Name of foundation

HELEN J SMITH TRUST U/W F/B/O GRACE EPISCOPAL CHURCH

Number and street (or P O box number if mail is not delivered to street address) Room/suite

Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town

State

ZIP code

Winston Salem

NC

27101-3818

Foreign country name

Foreign province/state/county

Foreign postal code

G Check all that apply

- Initial return Initial return of a former public charity
- Final return Amended return
- Address change Name change

H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 361,892

J Accounting method Cash Accrual
 Other (specify) _____

A Employer identification number

84-6152339

B Telephone number (see instructions)

(888) 730-4933

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	7,687	7,527		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	9,269			
b	Gross sales price for all assets on line 6a 108,671				
7	Capital gain net income (from Part IV, line 2)		9,269		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	16,956	OGDEN, UT 16,796	0	1,103
13	Compensation of officers, directors, trustees, etc.	4,412	3,309		
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	787			787
c	Other professional fees (attach schedule)	1,000			1,000
17	Interest				
18	Taxes (attach schedule) (see instructions)	387	90		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses.				
	Add lines 13 through 23	6,586	3,399	0	2,890
25	Contributions, gifts, grants paid	15,600			15,600
26	Total expenses and disbursements. Add lines 24 and 25	22,186	3,399	0	18,490
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-5,230			
b	Net investment income (if negative, enter -0-)		13,397		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2013)

12/12

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year
			(a) Book Value	(b) Book Value
	1 Cash—non-interest-bearing		-193	14,652
	2 Savings and temporary cash investments		21,873	
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)		305,008	306,694
	14 Land, buildings, and equipment basis ►			347,240
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		326,688	321,346
Liabilities	17 Accounts payable and accrued expenses			361,892
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)		0	0
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		326,689	321,346
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)		326,689	321,346
	31 Total liabilities and net assets/fund balances (see instructions)		326,689	321,346

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	326,689
2 Enter amount from Part I, line 27a	2	-5,230
3 Other increases not included in line 2 (itemize) ► Mutual Fund Timing Difference	3	114
4 Add lines 1, 2, and 3	4	321,573
5 Decreases not included in line 2 (itemize) ► See Attached Statement	5	227
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	321,346

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement					
b See Attached Statement					
c See Attached Statement					
d See Attached Statement					
e See Attached Statement					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a			0		
b			0		
c			0		
d			0		
e			0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a			0		
b			0		
c			0		
d			0		
e			0		
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	9,269	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	0	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part Yes No

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	16,252	350,321	0.046392
2011	19,725	353,861	0.055742
2010	16,004	351,363	0.045548
2009	18,259	332,079	0.054984
2008	20,604	360,050	0.057225

2 Total of line 1, column (d)	2	0 259891
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 051978
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	352,702
5 Multiply line 4 by line 3	5	18,333
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	134
7 Add lines 5 and 6	7	18,467
8 Enter qualifying distributions from Part XII, line 4	8	18,490

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)

1b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments

a 2013 estimated tax payments and 2012 overpayment credited to 2013

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any **penalty** for underpayment of estimated tax. Check here if Form 2220 is attached

9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**

10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**

11 Enter the amount of line 10 to be **Credited to 2014 estimated tax** ► 134

6a	282
6b	
6c	
6d	
7	282
8	
9	0
10	148
11	14

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► CO

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	N/A	
5	X	
6	X	
7	X	
8b	X	
9	X	
10	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► N/A			
14	The books are in care of ► WELLS FARGO BANK N A Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC	Telephone no. ► 888-730-4933 ZIP+4 ► 27101-3818	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		15 N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►	16	Yes X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►		X
1c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► 20 20 20 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 20 20 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)		
3b			N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		
4b			X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?				
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?				

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC 27201	TRUSTEE	400	4,412	

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 ► 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
1	NONE	
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
	-----	-----
2		
	-----	-----
All other program-related investments See instructions		
3	NONE	
	-----	-----
Total. Add lines 1 through 3 ►		

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	340,732
b	Average of monthly cash balances	1b	17,341
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	358,073
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	%
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	358,073
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	5,371
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	352,702
6	Minimum investment return. Enter 5% of line 5	6	17,635

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	17,635
2a	Tax on investment income for 2013 from Part VI, line 5	2a	134
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	134
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	17,501
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	17,501
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	17,501

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	18,490
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1b	
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	18,490
b	Cash distribution test (attach the required schedule)	5	134
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	18,356
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				17,501
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			15,506	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e		0		
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ _____ 18,490				
a Applied to 2012, but not more than line 2a			15,506	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				2,984
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5		0		
b Prior years' undistributed income Subtract line 4b from line 2b			0	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014			0	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				14,517
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**N/A**

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ►				
1b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
2b	85% of line 2a				0
2c	Qualifying distributions from Part XII, line 4 for each year listed				0
2d	Amounts included in line 2c not used directly for active conduct of exempt activities				0
2e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3	Complete 3a, b, or c for the alternative test relied upon				
3a	"Assets" alternative test—enter (1) Value of all assets				0
3b	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
3c	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
3d	"Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
3e	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
3f	(3) Largest amount of support from an exempt organization				0
3g	(4) Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

GRACE EPISCOPAL CHURCH 601 N TEJON ST COLORADO SPRINGS, CO 80903-1009

b The form in which applications should be submitted and information and materials they should include

NONE

c Any submission deadlines

NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

SCHOLARSHIPS AWARDED TO MEMBERS OF GRACE EPISCOPAL CHURCH OF COLORADO SPRINGS, CO

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
See Attached Statement				
Total				► 3a 15,600
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0

Part XVI-A | Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Line	Description	Unrelated business income		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	
1	Program service revenue			
a				
b				
c				
d				
e				
f				
g	Fees and contracts from government agencies			
2	Membership dues and assessments			
3	Interest on savings and temporary cash investments			
4	Dividends and interest from securities			
5	Net rental income or (loss) from real estate			
a	Debt-financed property			
b	Not debt-financed property			
6	Net rental income or (loss) from personal property			
7	Other investment income			
8	Gain or (loss) from sales of assets other than inventory			
9	Net income or (loss) from special events			
10	Gross profit or (loss) from sales of inventory			
11	Other revenue a			
b				
c				
d				
e				
12	Subtotal. Add columns (b), (d), and (e)		0	16,956
13	Total. Add line 12, columns (b), (d), and (e)			16,956
(See worksheet in line 13 instructions to verify calculations.)				

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
Not Applicable	

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash		1a(1)	X
	(2) Other assets		1a(2)	X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization		1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization		1b(2)	X
	(3) Rental of facilities, equipment, or other assets		1b(3)	X
	(4) Reimbursement arrangements		1b(4)	X
	(5) Loans or loan guarantees		1b(5)	X
	(6) Performance of services or membership or fundraising solicitations		1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	<p>Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.</p> <p>► <u>John N. Scott</u>, SVP Wells Fargo Bank N.A. 8/1/2014 ► SVP Wells Fargo Bank N.A.</p> <p>Signature of officer or trustee Date Title</p>		
<p>May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>			

Paid Preparer Use Only	Print/Type preparer's name JOSEPH J. CASTRIANO	Preparer's signature 	Date 8/1/2014	Check <input checked="" type="checkbox"/> if self-employed	PTIN P01251603
	Firm's name ► PricewaterhouseCoopers, LLP	Firm's EIN ► 13-4008324			
	Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777	Phone no 412-355-6000			

Security Type	EIN	CUSIP	Asset Name	FMV	Fed Cost
Cash	84-6152339	256210105	DODGE & COX INCOME FD COM #147	23,049.14	23,453.21
Savings & Temp Inv	84-6152339	589509108	MERGER FD SH BEN INT #260	8,882.82	8,719.25
Savings & Temp Inv	84-6152339	693390882	PIMCO FOREIGN BD FD USD H-INST #103	16,999.82	16,825.80
Invest - Other	84-6152339	77954Q106	T ROWE PRICE BLUE CHIP GRWTH #93	17,752.22	11,972.83
Invest - Other	84-6152339	880196506	TEMPLETON FOREIGN FD - ADV #604	9,179.07	7,087.83
Invest - Other	84-6152339	94975GG686	WF ADV INDEX FUND-ADMIN #88	4,911.74	2,546.89
Invest - Other	84-6152339	04314H600	ARTISAN MID CAP FUND-INS #1333	12,667.59	9,990.48
Invest - Other	84-6152339	315920702	FID ADV EMER MKTS INC- CL I #607	5,259.17	5,228.37
Invest - Other	84-6152339	277933728	EATON VANCE GLOBAL MACRO - I #0088	5,262.99	5,396.86
Invest - Other	84-6152339	008882532	INVEESCO INTL GROWTH-Y #8516	9,562.45	7,615.75
Invest - Other	84-6152339	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	12,546.66	13,122.53
Invest - Other	84-6152339	262028855	DRIEHAUS ACTIVE INCOME FUND	14,077.00	13,911.65
Invest - Other	84-6152339	339128100	JP MORGAN MID CAP VALUE-I #758	8,220.32	4,391.35
Invest - Other	84-6152339	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	6,778.82	6,892.90
Invest - Other	84-6152339	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	17,263.24	17,488.63
Invest - Other	84-6152339	94975J581	WFA CORE BD FD-I #944	23,140.79	22,504.83
Invest - Other	84-6152339	94975P751	WELLS FARGO ADV EMG MK E-INS #4146	11,593.38	11,443.57
Invest - Other	84-6152339	94975J268	WF ADV C & B LARGE CAP VAL-I #1868	12,703.79	5,882.01
Invest - Other	84-6152339	922908553	VANGUARD REIT VIPER	11,157.96	5,122.33
Invest - Other	84-6152339	94975P447	WELLS FARGO ADV SP S/C VA-IS #4143	5,499.54	3,778.97
Invest - Other	84-6152339	922042858	VANGUARD FTSE EMERGING MARKETS ETF	5,721.78	4,017.53
Invest - Other	84-6152339	949917652	WF ADV SHORT-TERM BOND FUND-I#3102	49,505.68	48,800.94
Invest - Other	84-6152339	77958B402	T ROWE PRICE INST FLOAT RATE #170	4,229.18	4,241.52
Invest - Other	84-6152339	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	10,539.52	7,337.16
Invest - Other	84-6152339	949917538	WELLS FARGO ADV HII INC-INS #3110	17,042.79	15,435.13
Invest - Other	84-6152339	949921571	WFA SMALL COMPANY GROWTH -#3162	5,139.26	3,992.88
Invest - Other	84-6152339	367829884	GATEWAY FUND - Y #1986	5,347.36	5,043.43
Invest - Other	84-6152339	22544R305	CREDIT SUISSE COMM RET ST-I #2156	13,206.09	14,449.45
Other Investments Total					347,240.17
Total Assets					361,891.82
					321,345.73

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

GRACE EPISCOPAL CHURCH

Street

601 N TEJON ST

City COLORADO SPRINGS	State CO	Zip Code 80903-1009	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL PURPOSE GRANT	Amount 400
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Name

COLORADO STATE UNIVERSITY

Street

UNIVERSITY AVE

City FORT COLLINS	State CO	Zip Code 80523	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution SCHOLARSHIP	Amount 5,700
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Name

BATES COLLEGE

Street

2 ANDREWS RD

City LEWISTON	State ME	Zip Code 04240	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution SCHOLARSHIP	Amount 950
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Name

UNIVERSITY OF IDAHO

Street

709 S DEAKIN ST

City MOSCOW	State ID	Zip Code 83844	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution SCHOLARSHIP	Amount 950
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Name

MIDDLEBURY COLLEGE

Street

14 OLD CHAPEL RD

City MIDDLEBURY	State VT	Zip Code 05753	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution SCHOLARSHIP	Amount 950
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Name

UNIVERSITY OF N COLORADO

Street

501 20TH ST

City GREELEY	State CO	Zip Code 80639	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution SCHOLARSHIP	Amount 950
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

UNIVERSITY OF WYOMING

Street

1000 E UNIVERSITY AVE

City LARAMIE	State WY	Zip Code 82071	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution SCHOLARSHIP			

Name

WILLAMETTE UNIVERSITY

Street

900 STATE ST

City SALEM	State OR	Zip Code 97301	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution SCHOLARSHIP			

Name

WHITMAN COLLEGE

Street

345 BOYER AVE

City WALLA WALLA	State WA	Zip Code 99362	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution SCHOLARSHIP			

Name

UNIVERSITY OF COLORADO

Street

LIBBY DRIVE

City BOLDER	State CO	Zip Code 80309	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution SCHOLARSHIP			

Name**Street**

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			

Name**Street**

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Cost, Other Basis and Expenses		Net Gain or Loss														
Long Term CG Distributions															9,269													
Short Term CG Distributions															0													
1 X INVESSO INT'L GROWTH-Y #8	0088892532				2/13/2012	10/9/2013	767	653	1,483			0	0	0	114													
2 X T ROWE PRICE BLUE CHIP GI	77984Q106				2/13/2013	7/11/2013	1,653	1,653	1,469			0	0	0	170													
3 X T ROWE PRICE BLUE CHIP GI	77984Q106				11/16/2012	1/22/2014	1,111	1,111	734			0	0	0	544													
4 X T ROWE PRICE BLUE CHIP GI	77984Q106				2/13/2012	1/22/2014	1,579	1,037				0	0	0	377													
5 X T ROWE PRICE BLUE CHIP GI	77984Q106				4/27/2011	5/7/2013	787	692				0	0	0	542													
6 X SPDR DU WILSHIRE INTERNAL	78463X863				4/26/2011	5/7/2013	278	244				0	0	0	95													
7 X SPDR DU WILSHIRE INTERNAL	78463X863				2/13/2012	7/11/2013	509	445				0	0	0	34													
8 X TEMPLETON FOREIGN FD-A	880196506				2/13/2012	7/11/2013	654	684				0	0	0	64													
9 X TEMPLETON FOREIGN FD-A	880196506				2/13/2012	7/11/2013	1,434	1,549				0	0	0	170													
10 X VANGUARD FTSE EMERGING	922042858				2/6/2013	10/9/2013	573	582				0	0	0	-15													
11 X VANGUARD FTSE EMERGING	922042858				8/9/2012	10/9/2013	991	1,039				0	0	0	9													
12 X VANGUARD FTSE EMERGING	922042858				1/22/2014	5/7/2014	991	1,039				0	0	0	-49													
13 X VANGUARD FTSE EMERGING	922042858				8/9/2011	1/22/2014	1,507	1,564				0	0	0	-57													
14 X VANGUARD REIT VIPER	922008553				2/4/2009	5/7/2013	837	308				0	0	0	529													
15 X WF ADV INDEX FUND-ADMIN	949756386				2/6/2009	5/7/2013	433	252				0	0	0	181													
16 X WF ADV INDEX FUND-ADMIN	949756386				2/6/2009	5/7/2013	4,139	2,330				0	0	0	1,809													
17 X WF ADV C & B LARGE CAP VA	949751268				2/13/2013	5/7/2013	403	374				0	0	0	29													
18 X WF ADV C & B LARGE CAP VA	949751268				2/6/2009	5/7/2013	237	128				0	0	0	109													
19 X WF ADV C & B LARGE CAP VA	949751268				2/6/2009	7/11/2013	3,227	1,647				0	0	0	1,580													
20 X WFA CORE BD FD-A #944	949751581				2/13/2012	5/7/2013	2,666	2,674				0	0	0	-8													
21 X ARTISAN MID CAP FUND-INS	9225414600				7/11/2013	10/9/2013	441	418				0	0	0	23													
22 X CREDIT SUISSE COMM RET S	22544R305				8/11/2011	10/9/2013	1,551	1,941				0	0	0	-390													
23 X CREDIT SUISSE COMM RET S	22544R305				10/8/2010	10/9/2013	1,647	2,025				0	0	0	-378													
24 X DODGE & COX INCOME FD-C	256210105				5/9/2013	7/11/2013	3,977	4,109				0	0	0	-132													
25 X DODGE & COX INCOME FD-C	256210105				5/9/2013	7/11/2013	4,338	4,430				0	0	0	-92													
26 X DREYFUS ENG MKT DEBT LO	261980494				10/8/2010	10/10/2013	5,445	5,770				0	0	0	-325													
27 X DREIHAUS ACTIVE INCOME F	262028855				2/12/2012	7/11/2013	3,217	3,193				0	0	0	24													
28 X EATON VANCE GLOBAL MSCI	277923728				7/11/2013	1/22/2014	232	230				0	0	0	2													
29 X J.P. MORGAN MID CAP VALUE	339912040				9/11/2011	5/7/2013	3,237	3,299				0	0	0	-62													
30 X GATEWAY FUND - Y # 986	367828884				2/12/2013	7/11/2013	646	439				0	0	0	-207													
31 X GATEWAY FUND - Y # 986	367828884				8/13/2012	7/11/2013	5,417	5,346				0	0	0	71													
32 X MERGER FUND SH BEN IN #260	589309108				7/11/2013	1/22/2014	3,518	3,428				0	0	0	90													
33 X T ROWE PRICE BLUE CHIP GI	949751581				8/13/2012	7/11/2013	3,518	3,428				0	0	0	4													
34 X WFA CORE BD FD-A #944	949751581				2/12/2013	5/7/2013	717	677				0	0	0	40													
35 X WFA CORE BD FD-A #944	949751581				8/13/2012	5/7/2013	1,046	1,076				0	0	0	-30													
36 X WFA CORE BD FD-A #944	949751581				11/16/2012	5/7/2013	8,747	9,119				0	0	0	-372													
37 X WFA CORE BD FD-A #944	949751581				2/12/2013	5/7/2013	1,909	1,891				0	0	0	18													
38 X WFA CORE BD FD-A #944	949751581				2/12/2013	7/11/2013	3,705	3,624				0	0	0	-119													
39 X WFA CORE BD FD-A #944	949751581				2/12/2013	7/11/2013	2,886	2,886				0	0	0	103													
40 X WFA CORE BD FD-A #944	949751581				2/4/2011	1/22/2014	1,042	1,041				0	0	0	-36													
41 X WELLS FARGO ADV ENG MK	949752751				2/12/2013	10/9/2013	1,585	1,621				0	0	0	9													
42 X WELLS FARGO ADV ENG MK	949752751				10/9/2010	10/9/2013	530	539				0	0	0	-23													
43 X WELLS FARGO ADV HI INC-INT	949817538				7/11/2013	1/22/2014	1,153	1,176				0	0	0	178													
44 X WELLS FARGO ADV HI INC-INT	949817538				2/12/2006	7/11/2013	2,312	2,383				0	0	0	30													
45 X WELLS FARGO SECURITIES-1	949817579				7/23/2009	5/7/2013	1,953	1,972				0	0	0	81													
46 X WELLS FARGO SECURITIES-1	949817579				10/13/2006	5/7/2013	7,217	6,727				0	0	0	490													
47 X WELLS FARGO SECURITIES-1	949817579				4/22/2008	5/7/2013	930	886				0	0	0	44													
48 X WELLS FARGO SECURITIES-1	949817579				4/20/2007	5/7/2013	536	503				0	0	0	33													
49 X WELLS FARGO SECURITIES-1	949817579				2/7/2007	5/7/2013	2,686	2,508				0	0	0	30													
50 X WELLS FARGO SECURITIES-1	949817579				5/7/2009	5/7/2013	827	797				0	0	0	52													
51 X WELLS FARGO SECURITIES-1	949817579				2/4/2011	5/7/2013	1,580	1,528				0	0	0	-5													
52 X WELLS FARGO SHORT-TERM BOND	949817652				2/12/2013	7/11/2013	1,159	1,164				0	0	0	95													
53 X MFA SMALL COMPANY GROW	949821571				2/12/2013	7/12/2014	424	329				0	0	0	95													

Part I, Line 16b (990-PF) - Accounting Fees

	787	0	0	787
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEES	787			787

Part I, Line 16c (990-PF) - Other Professional Fees

		1,000	0	0	1,000
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	FILING FEE FORM 8940	1,000			1,000

Part I, Line 18 (990-PF) - Taxes

		387	90	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY TAX DUE	15			
2	FOREIGN TAX W/H	90	90		
3	ESTIMATED TAXES PAID	282			

Part II, Line 13 (990-PF) - Investments - Other

		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS		305,008	306,694	347,240

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1 Mutual Fund Timing Difference	1	114
2 Total	2	114

Line 5 - Decreases not included in Part III, Line 2

1 PY Return of Capital	1	147
2 Cost Basis Adj	2	80
3 Total	3	227

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Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	0
2 First quarter estimated tax payment	2	282
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	282

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1 Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	15,506
2	2	
3	3	
4	4	
5	5	
6	6	
7	7	
8	8	
9	9	
10 Total	10	15,506